

**THIS INSTRUMENT PREPARED WITHOUT BENEFIT OF ABSTRACT BY AND RETURN TO:
MARILYN E. ROZIER, C/O WILLIAMS, McDANIEL WOLFE & WOMACK, P.C., 5521
MURRAY AVENUE, MEMPHIS, TENNESSEE 38119; PHONE: (901) 767-8200**

QUIT CLAIM DEED

KNOW ALL MEN BY THESE PRESENTS, that JOHNNIE LEON BRIDGES, for and in consideration of the sum of Ten Dollars (\$10.00), does hereby bargain, sell, remise, release, quit claim and convey unto JOHNNIE LEON BRIDGES AND FIRST TENNESSEE BANK, N.A., TRUSTEES OF THE JOHNNIE LEON BRIDGES LIVING TRUST DATED THE 13TH DAY OF APRIL, 2001, the following described real estate, situated and being in the county of DeSoto, State of Mississippi.

20 acres in the Northeast Quarter of Section 23, Township 2 South, Range 9 West, described as BEGINNING at the Southeast corner of the Northeast Quarter of Section 23, Township 2 South, Range 9 West, said point being the southeast corner of the Bridges' 40-acre tract; thence north 2° 01' west 1333.8 feet along the east line of the Bridges' 40-acre tract to the northeast corner of said tract; thence south 88° 40' west 654.73 feet along the north line of said Bridges' tract to a point; thence south 2° 01' east 1333.8 feet to a point; thence north 88° 14' east 654.73 feet to the point of beginning and containing 20.0 acres, more or less, subject to the right-of-way for McGowen Road.

Being the same property and description conveyed to the Grantor by Deed of Gift dated the 24th day of October, 1980, and recorded in Book 149, Page 713, in the records of Warranty Deeds of DeSoto County, Mississippi.

The Grantor states that the purpose of this Quit Claim Deed is to transfer his entire right, title and interest in and to said real property to the Johnnie Leon Bridges Living Trust dated the 13th day of April, 2001. The trust is a revocable grantor trust established pursuant to the laws of the State of Tennessee. The Trustee and Successor Trustees are granted all right, power and authority, pursuant to Section 3, Chapter 110 of the Tennessee General Assembly of 1963, Tenn. Code Ann. Section 35-50-110 (including any amendments thereto) and further have the full discretionary power to purchase, sell, convey, alter, repair, improve, partition and mortgage or otherwise encumber any real estate, and to make and execute any leases thereon for any period, however long, and beyond the term of any trust, and to execute and deliver any deeds, conveyances, mortgages, deeds of trust, transfers and assignments, without the approval of any court, joinder of any beneficiary, and without disclosing any beneficiary of any trust.

In addition, the trust specifically provides that no person dealing with the Trustee in the capacity of purchaser, seller, acquirer, lender, tenant, lessor, lessee, contractant or otherwise shall be bound to inquire into the capacity to act on the part of the Trustee, or into the authority for, or the propriety of, any act thereof, or to see to the application or disposition of any money, or other property, paid, delivered or loaned to the Trustee.

This is a transfer into trust by the Grantor. No actual monetary consideration is given by the Grantor.

The Grantor's spouse, Elizabeth Acree Bridges, joins into this deed for the purpose of conveying any and all right, title and interest she may have in and to the herein described property, including marital rights, to the Johnnie Leon Bridges Living Trust dated the 13th day of April, 2001.

This trust contains spendthrift provisions.

STATE MS.-DE SOTO CO.
FILED

JUL 6 10 49 AM '01

BK 395 PG 595
W.F. GILKINSON

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2 day of July, 2001.

Johnnie Leon Bridges Grantor
JOHNNIE LEON BRIDGES, GRANTOR

Johnnie Leon Bridges Trustee
JOHNNIE LEON BRIDGES, TRUSTEE

FIRST TENNESSEE BANK, N.A., TRUSTEE

By: L. M. Cook

Title: Vice President Trust

Elizabeth Acree Bridges Spouse
ELIZABETH ACREE BRIDGES, SPOUSE

STATE OF TENNESSEE
COUNTY OF SHELBY

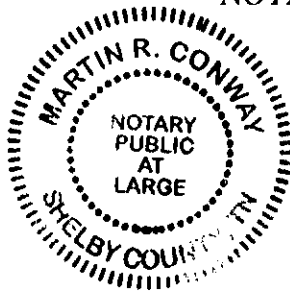
Before me, a Notary Public of said County and State, personally appeared JOHNNIE LEON BRIDGES, the within named bargainor, Individually and as Trustee, and with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 2nd day of July, 2001.

Marti R Conway
NOTARY PUBLIC

My commission expires:

12/10/03



STATE OF TENNESSEE
COUNTY OF SHELBY

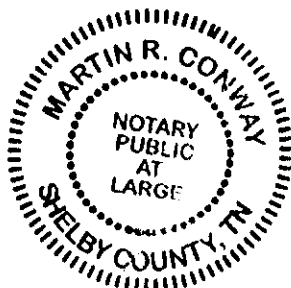
Before me, a Notary Public of said County and State, personally appeared LISA M. COOK, VICE PRESIDENT of First Tennessee Bank, as Trustee, and with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that they executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 2nd day of July, 2001.

Marti R Conway
NOTARY PUBLIC

My commission expires:

12/10/03



STATE OF TENNESSEE
COUNTY OF SHELBY

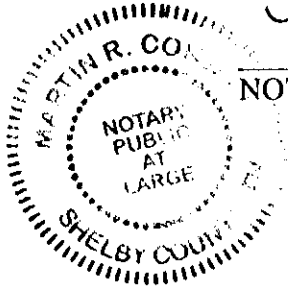
Before me, a Notary Public of said County and State, personally appeared ELIZABETH ACREE BRIDGES, the within named bargainor, and with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 2 day of July, 2000. ^{mrc}

Marti R Conway
NOTARY PUBLIC

My commission expires:

12/10/03



Grantor Address: 4950 Hampshire Avenue, Memphis, TN 38117
Grantor Phone: (901) 683-1651 /na

Grantee Address: 4950 Hampshire Avenue, Memphis, TN 38117
Grantee Phone: (901) 683-1651 /na